

STATE OF SOUTH CAROLINA

## (Caption of Case)

Joint Application of

PAETEC COMMUNICATIONS INC. and  
US LEC OF SOUTH CAROLINA INC.

For Approval of Intra-corporate Merger, etc.

BEFORE THE  
PUBLIC SERVICE COMMISSION  
OF SOUTH CAROLINA

## COVER SHEET

DOCKET  
NUMBER: 2007 - 364 - C

(Please type or print)

Submitted by: Craig H. Metz, et al.SC Bar Number: 8134Address: Venable LLPTelephone: 202-344-4000575 7th Street, NWFax: 202-344-8300Washington, DC 20004

Other: \_\_\_\_\_

Email: \_\_\_\_\_

NOTE: The cover sheet and information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is required for use by the Public Service Commission of South Carolina for the purpose of docketing and must be filled out completely.

## DOCKETING INFORMATION (Check all that apply)

☐ Emergency Relief demanded in petition☐ Request for item to be placed on Commission's Agenda expeditiously☒ Other: Withdrawal of Application, without prejudice

INDUSTRY (Check one)	NATURE OF ACTION (Check all that apply)			
<input type="checkbox"/> Electric	<input type="checkbox"/> Affidavit	<input type="checkbox"/> Letter	<input type="checkbox"/> Request	
<input type="checkbox"/> Electric/Gas	<input type="checkbox"/> Agreement	<input type="checkbox"/> Memorandum	<input type="checkbox"/> Request for Certification	
<input type="checkbox"/> Electric/Telecommunications	<input type="checkbox"/> Answer	<input type="checkbox"/> Motion	<input type="checkbox"/> Request for Investigation	
<input type="checkbox"/> Electric/Water	<input type="checkbox"/> Appellate Review	<input type="checkbox"/> Objection	<input type="checkbox"/> Resale Agreement	
<input type="checkbox"/> Electric/Water/Telecom.	<input type="checkbox"/> Application	<input type="checkbox"/> Petition	<input type="checkbox"/> Resale Amendment	
<input type="checkbox"/> Electric/Water/Sewer	<input type="checkbox"/> Brief	<input type="checkbox"/> Petition for Reconsideration	<input type="checkbox"/> Reservation Letter	
<input type="checkbox"/> Gas	<input type="checkbox"/> Certificate	<input type="checkbox"/> Petition for Rulemaking	<input type="checkbox"/> Response	
<input type="checkbox"/> Railroad	<input type="checkbox"/> Comments	<input type="checkbox"/> Petition for Rule to Show Cause	<input type="checkbox"/> Response to Discovery	
<input type="checkbox"/> Sewer	<input type="checkbox"/> Complaint	<input type="checkbox"/> Petition to Intervene	<input type="checkbox"/> Return to Petition	
<input checked="" type="checkbox"/> Telecommunications	<input type="checkbox"/> Consent Order	<input type="checkbox"/> Petition to Intervene Out of Time	<input type="checkbox"/> Stipulation	
<input type="checkbox"/> Transportation	<input type="checkbox"/> Discovery	<input type="checkbox"/> Prefiled Testimony	<input type="checkbox"/> Subpoena	
<input type="checkbox"/> Water	<input type="checkbox"/> Exhibit	<input type="checkbox"/> Promotion	<input type="checkbox"/> Tariff	
<input type="checkbox"/> Water/Sewer	<input type="checkbox"/> Expedited Consideration	<input type="checkbox"/> Proposed Order	<input checked="" type="checkbox"/> Other: <u>Withdrawal</u>	
<input type="checkbox"/> Administrative Matter	<input type="checkbox"/> Interconnection Agreement	<input type="checkbox"/> Protest		
<input type="checkbox"/> Other: _____	<input type="checkbox"/> Interconnection Amendment	<input type="checkbox"/> Publisher's Affidavit		
	<input type="checkbox"/> Late-Filed Exhibit	<input type="checkbox"/> Report		

Print Form

Reset Form

December 13, 2007

**VIA OVERNIGHT DELIVERY**

Charles Terreni  
Chief Clerk  
South Carolina Public Service Commission  
101 Executive Center Dr.  
Suite 100  
Columbia, SC 29210



RECEIVED  
2007 DEC 14 AM 9:55  
SC PUBLIC SERVICE  
COMMISSION

**Re: DOCKET NO. 2007-364-C**  
**Joint Application of PAETEC Communications, Inc., and US LEC of South Carolina Inc., for Approval of Intra-Corporate Merger, Assignment of Authorization and Cancellation of US LEC's Authority to Provide Telecommunications Service**

Dear Mr. Terreni:

PAETEC Communications, Inc. ("PAETEC") and US LEC of South Carolina Inc. ("US LEC," together with PAETEC, the "Parties"), wholly-owned subsidiaries of PAETEC Holding Corp. ("PAETEC Parent"), by their undersigned counsel and following discussions with the Commission's staff, hereby withdraw the above referenced joint petition, which was filed with the Commission on October 3, 2007 ("Application"). An original and ten (10) copies of this filing are enclosed. Kindly date-stamp the extra copy of this filing and return it to the postage-paid envelope provided.

By way of background, the Application was filed in connection with the contemplated internal corporate restructuring of various regulated subsidiaries of PAETEC Parent. The purpose of the proposed merger was to eliminate redundancies and inefficiencies associated with the respective operations of the subsidiaries. Because PAETEC was to be the survivor of the merger, the Parties also requested assignment of US LEC's authorization to provide local exchange telecommunications services and cancellation of US LEC's authorization to provide interexchange services in the State of South Carolina following consummation of the merger.

PAETEC Parent recently determined, however, that the objectives of the corporate restructuring would be better achieved by not merging the Parties. Consequently, the relief requested in the instant Application is no longer necessary. Wherefore, the Parties hereby withdraw the Petition, without prejudice to future filings to effectuate the internal corporate restructuring.

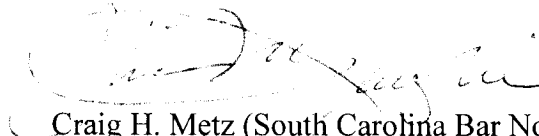
December 13, 2007

Page 2

In light of the withdrawal of the Application, the Parties will not be submitting an amendment to the Application or pre-filed testimony, which would have been due on December 14, 2007.

If you have any questions or require additional information concerning this matter, kindly contact Christine McLaughlin at (202) 344-4679.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "Craig H. Metz", is written over a faint, circular embossed or stamped seal.

Craig H. Metz (South Carolina Bar No. 8134)

Tony S. Lee

Grace R. Chiu

Christine McLaughlin

Counsel to

PAETEC Communications, Inc. and

US LEC of South Carolina, Inc.

cc: F. David Butler, Senior Counsel/Hearing Examiner (via e-mail)  
Nanette S. Edwards, Office of Regulatory Staff (via e-mail)